

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF ALABAMA
NORTHERN DIVISION**

IN RE: BILL HEARD ENTERPRISES, INC., et al.,¹ Debtors.)))))	Chapter 11 Case No. 08-83029-JAC-11
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**ORDER ON DEBTORS' MOTION PURSUANT TO 11 U.S.C. §§ 105(a) AND 363(b) FOR
AUTHORIZATION TO PAY PREPETITION WAGES, COMPENSATION, AND
EMPLOYEE BENEFITS**

This matter came to be heard upon the motion (the "Motion") of Bill Heard Enterprises, Inc. ("Heard") and certain of its direct and indirect subsidiaries (the "Subsidiaries"), as debtors and debtors in possession (collectively, the "Debtors"), pursuant to §§ 105(a) and 363(b) of 11 U.S.C. § 101, *et seq.* (the "Bankruptcy Code") for authorization to pay prepetition wages (the "Wage and Salary Obligations") and compensation and to pay employer payroll taxes (collectively, the "Payroll Tax Obligations," and together with the Wage and Salary Obligations, the "Prepetition Obligations").

¹ In addition to Bill Heard Enterprises, Inc., the Debtors include the following entities: (i) Bill Heard Chevrolet Company, (ii) Tom Jumper Chevrolet, Inc., (iii) Bill Heard Chevrolet, Inc. - Huntsville, (iv) Landmark Chevrolet, Ltd., (v) Bill Heard Chevrolet, Ltd., (vi) Bill Heard Chevrolet Corporation Nashville, (vii) Bill Heard Chevrolet Corporation - Orlando, (viii) Bill Heard Chevrolet, Inc. - Union City, (ix) Bill Heard Chevrolet at Town Center, LLC, (x) Bill Heard Chevrolet, Inc. - Collierville, (xi) Bill Heard Chevrolet, Inc. - Scottsdale, (xii) Bill Heard Chevrolet, Inc. - Plant City, (xiii) Bill Heard Chevrolet, Inc. - Buford, (xiv) Bill Heard Chevrolet Corporation - Las Vegas, (xv) Bill Heard Chevrolet Corporation - N.W. Las Vegas, (xvi) Twentieth Century Land Corp., (xvii) Enterprise Aviation, Inc., (xviii) Century Land Corporation, (xix) Century Land Company - Tennessee, (xx) Bill Heard Management, LLC, (xxi) Landmark Vehicle Mgt., LLC, (xxii) Georgia Services Group, LLC, (xxiii) Columbus Transportation

Upon consideration of the *Affidavit of Fred C. Caruso in Support of Chapter 11 Petitions and First Day Orders* filed on the Petition Date; the Court having jurisdiction to consider the Motion and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 1334; due notice of the Motion having been provided to (1) the Bankruptcy Administrator for the Northern District of Alabama; (2) counsel for the Debtors' prepetition secured lenders; (3) counsel for the Debtors' proposed postpetition secured lenders; (4) the Debtors' forty (40) largest unsecured creditors (on a consolidated basis); and (5) the District Director of Internal Revenue Service for the Northern District of Alabama; and it appearing that no other or further notice need be provided; the Court having determined that the relief sought in the Motion is in the best interests of the Debtors, their creditors, and all parties in interest; upon the Motion and all of the proceedings before this Court; and after due deliberation and sufficient cause appearing therefore, it is hereby

ORDERED that the Debtors are authorized to honor and pay the Prepetition Obligations in a manner consistent with the Debtors' prepetition business practices and policies, as set forth below:

1. the Debtors are authorized to pay accrued and unpaid Wage and Salary Obligations up to \$815,694.00; and,
2. the Debtors are authorized to pay accrued and unpaid Payroll Tax Obligations up to \$56,706.00.

ORDERED that the Debtors are authorized to pay the requested prepetition obligations without prejudice to the Debtors' right to seek additional or further relief in the future; and it is further

ORDERED that the relief granted herein shall not constitute or be deemed an assumption or an authorization to assume any of such policies, plans, programs, practices, and procedures pursuant to Bankruptcy Code § 365; and it is further

ORDERED that Debtors' banks and financial institutions are entitled to rely on the representations of the Debtors as to which checks, drafts, and fund transfer requests are issued and authorized to be paid in accordance with this Order without any duty of further inquiry and without liability to any party for following the Debtors' instructions; and it is further

ORDERED that the Debtors are authorized (consistent with this Order) to issue postpetition checks, make post-petition drafts, or to effect postpetition fund transfer requests.

DONE and ORDERED this day September 30, 2008

/s/ Jack Caddell
Jack Caddell
U.S. Bankruptcy Judge